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W. Clark Watson (*pro hac vice* pending)

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:

Chapter 11  
Case No. 08-13555 (JMP)

LEHMAN BROTHERS HOLDINGS INC.,  
et al.,

(Jointly Administered)

Debtors.

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**JOINDER OF COMPASS BANK TO THE LIMITED OBJECTION TO  
THE DEBTORS' MOTION PURSUANT TO SECTION 105(a) OF THE  
BANKRUPTCY CODE AND GENERAL ORDER M-143 FOR  
AUTHORIZATION TO IMPLEMENT ALTERNATIVE DISPUTE  
RESOLUTION PROCEDURES FOR AFFIRMATIVE CLAIMS OF  
DEBTORS UNDER DERIVATIVE CONTRACTS**

Compass Bank, by and through its undersigned counsel, hereby joins in the Objection of Bank of America, N.A., Merrill Lynch & Co., Inc. and their respective affiliates [D.I# 4566] to the Debtors' Motion pursuant to Section 105(a) of the Bankruptcy Code and General Order M-143 for Authorization to Implement Alternative Dispute Resolution Procedures for Affirmative Claims of Debtors Under Derivative Contracts [D.I.# 4453] (the "ADR Motion"), and asserts as follows:

**OBJECTION AND JOINDER**

1. Compass Bank and certain of the Debtors were parties to certain derivative contracts.

2. Compass Bank hereby joins and incorporates by reference the arguments made by Bank of America, N.A., Merrill Lynch & Co., Inc. and their respective affiliates in their Objection [D.I.# 4566] to the ADR Motion [D.I.# 4453].

**WHEREFORE**, Compass Bank respectfully requests that the Court deny the ADR Motion, and grant such other and further relief as is deemed just and proper.

Dated: July 31, 2009

/s/ W. Clark Watson

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